

# **ATTACHMENT II**

**List of Documents Considered**

<b>Number</b>	<b>Date</b>	<b>Document</b>
1	6/11/2012	Order to Show Cause
2	6/11/2012	Verified Petition with Exhibits A to E
3	6/11/2012	Memorandum of Law in Support of Verified Petition of the Superintendent of Financial Services of the State of New York
4		Order of Rehabilitation
5	6/28/2012	Omnibus Reply Memorandum of Law in Further Support of the Verified Petition of the Superintendent of Financial Services of the State of New York with exhibits 1 and 2
6	9/14/2012	Novation Agreement between FGIC and National Public Finance Guarantee Corp.
7	9/27/2012	Affirmation of Gary T. Holtzer with Exhibits A, B, D, E
8	9/28/2012	Order to Show Cause
9	10/8/2012	Amended and Restated Charter of FGIC
10	10/8/2012	FGIC Form of Amended and Restated By-laws
11	10/11/2012	Affirmation of Harold S. Horwich in Support of Plan Approval
12	10/25/2012	Memorandum of Law in Support of Approval of Plan of Rehabilitation for FGIC
13	11/14/2012	Plan Supplement Index with attachments D through L
14		Revised Proposed Plan Approval Order
15		Blackline of Revised Proposed Plan Approval Order
16	11/19/2012	Objection of Trustees Deutsche Bank National Trust Company and Deutsche Bank Trust Company Americas to the Proposed Plan of Rehabilitation for FGIC with Exhibit A
17	11/19/2012	Objection to the Proposed Plan of Rehabilitation of Wells Fargo Bank, N.A., in its Capacity as Trustee for Certain RMBS Certificateholders and on Behalf of the Certificateholders and Noteholders for such Trusts and Transactions with Appendix
18	11/19/2012	Objection of U.S. Bank National Association and U.S. Bank Trust National Association, each in its Capacity as Trustee, to the Plan of Rehabilitation dated September 27, 2012 with Affidavit and Exhibits A to D in Support
19	11/19/2012	Objection of the Bank of New York Mellon and the Bank of New York Mellon Trust Company N.A. as Trustee to the Proposed Plan of Rehabilitation with Affidavit and Exhibits A to E in Support
20	11/19/2012	Objection and Joinder of Aurelius Capital Management, LP to (1) the Objection of U.S. Bank National Association and U.S. Bank Trust National Association to the Plan of Rehabilitation dated September 27, 2012 and (2) the Objections of the Bank of New York Mellon and the Bank of New York Mellon Trust Company, N.A. to the Proposed Plan of Rehabilitation
21	11/19/2012	Objection of Assured Guaranty Corp., Assured Guaranty Re Ltd. and Assured Guaranty Re Overseas Ltd. to Plan of Rehabilitation Proposed by Benjamin M. Lawsky, Superintendent of Financial Services of the State of New York, as Rehabilitator of FGIC with Affidavit and Exhibits A to B in Support

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Number	Date	Document
22	11/19/2012	Objection of CQS ABS Master Fund Ltd., CQS Select ABS Master Fund Ltd. and CQS ABS Alpha Master Fund Ltd. to Plan of Rehabilitation for FGIC with Appendices A to G in Support
23	11/19/2012	Conditional Objection of Jefferson County, Alabama to the Plan of Rehabilitation for FGIC with exhibits A and B in support
24	11/19/2012	Objections of Certain Jefferson County Warrantholders to Plan of Rehabilitation with Affirmation and Exhibits A and B in Support
25	11/19/2012	Limited Objection of Children's Health Partnership Holdings Pty Ltd as Trustee of the CHP Holdings Unit Trust to Plan of Rehabilitation for FGIC with Affirmation and Exhibits A and B in Support
26	11/20/2012	Interim Order Extending Plan Supplement Deadline
27	12/6/2012	Notice of Entry attaching Order Approving the Settlement Commutation and Release Agreement between FGIC and American Overseas Reinsurance Co. Ltd.
28		Plan Approval Blackline
29	12/12/2012	Plan Approval Order
30	12/12/2012	First Amended Plan of Rehabilitation for Financial Guaranty Insurance Company
31		First Amended Plan Blackline
32	12/12/2012	Attachment D Schedule of Terminated Contracts and Leases
33		FGIC Proof of Policy Claim Form
34		Redline Proof of Policy Claim Form
35	12/12/2012	Omnibus Reply Memorandum of Law in Further Support of Approval of First Amended Plan of Rehabilitation for FGIC.
36	12/12/2012	Affidavit of Michael W. Miller in Further Support of Approval of First Amended Plan of Rehabilitation
37	12/12/2012	Affidavit of John S. Dubel in Further Support of Approval of First Amended Plan of Rehabilitation
38	12/3/2012	Notice of Withdrawal of Conditional Objection of Jefferson County, Alabama to the Plan of Rehabilitation
39	12/10/2012	Notice of Withdrawal of Objection of Assured Guaranty Corp., Assured Guaranty Re Ltd. and Assured Guaranty Re Overseas Ltd. to Plan of Rehabilitation
40		Exhibit 1A: Omnibus Response Chart
41	12/19/2012	Order by Doris Ling-Cohan
42	1/7/2013	CDS Notice of Entry
43	1/7/2013	AAArdvark Notice of Entry
44	1/18/2013	Court Order dated January 18, 2013
45	1/24/2013	Court Order dated January 24, 2013
46	1/22/2012	Amended objection of Deutsche Bank to the First Amended Proposed Plan of Rehabilitation
47	1/22/2012	Amended objection of Wells Fargo to the First Amended Proposed Plan of Rehabilitation
48	1/22/2012	Amended objection of US Bank to the First Amended Proposed Plan of Rehabilitation

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Number	Date	Document
49	1/22/2012	Amended objection of Aurelius to the First Amended Proposed Plan of Rehabilitation
50	1/22/2012	Amended objection of BNY to the First Amended Proposed Plan of Rehabilitation
51	1/22/2012	Amended objection of CQS to the First Amended Proposed Plan of Rehabilitation
52	1/22/2012	Amended objection of Jeffco Holders to the First Amended Proposed Plan of Rehabilitation
53	1/25/2013	Weil Gotshal letter to Honorable Doris Ling-Cohan
54	1/25/2013	Amended Omnibus Reply Memorandum of Law in Further Support of Approval of First Amended Plan of Rehabilitation for FGIC
55	1/22/2012	Amended limited objections of Children's Health Partnership to the First Amended Proposed Plan of Rehabilitation
56	1/22/2013	Weil Gotshal submission on standard
57	1/22/2013	Trustee Objectors submission on standard
58	1/22/2013	CQS submission on standard
59	1/22/2013	Jeffco Warrantholders submission on standard
60		Attachment E Proof of Policy Claim Form
61	1/22/2013	Aurelius submission on standard
62	1/22/2013	Children's Health Partnership submission on standard
63		Attachment F Instructions for Completing Proof of Policy Claim Form
64		Attachment E-1 Blackline of Proof of Policy Claim Form
65		Attachment F-1 Blackline of Proof of Policy Claim Form
66	1/28/2013	Order adjourning hearing date
67	1/28/2013	Order amending 1/24/2013 order
68	1/25/2013	Weil Gotshal letter to Wells Fargo regarding plan sections.
69	1/25/2013	Weil Gotshal letter to BNY regarding plan sections.
70	2/11/2013	Weil Gotshal letter to Justice Ling-Cohan regarding remaining issues.
71	2/11/2013	Exhibit 1C Amended Omnibus Response Chart
72	2/14/2013	Order setting status conference
73	2/19/2013	Interim scheduling order
74	2/14/2013	Weil Gotshal draft revisions of First Amended Plan for Rehabilitation
75	2/5/2013	Proposed revisions to proof of policy claim form
76	3/15/2013	Syncora notice of entry
77	3/15/2013	Munich notice of entry
78	3/11/2013	Weil Gotshal draft revisions of Plan Approval Order
79	4/5/2013	Freddie Mac statement of non-objection
80	4/12/2013	Weil Gotshal enclosing clean and redlines of First Amended Plan of Rehabilitation and proof of policy claim form

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<b>Number</b>	<b>Date</b>	<b>Document</b>
81	4/12/2013	Clean First Amended Plan of Rehabilitation
82	4/12/2013	Blackline of revised proof of policy claim form
83	4/12/2013	Clean revised proof of policy claim form
84	4/12/2013	Wells Fargo notice of withdrawal of objections
85	4/12/2013	BNY notice of withdrawal of objections
86	4/12/2013	Deutsche Bank notice of withdrawal of objections
87	4/12/2013	U.S. Bank notice of withdrawal of objections
88	4/16/2013	Weil Gotshal letter to court regarding termination agreement and deed of release
89	4/23/2013	Scheduling order
90	4/26/2013	Children's Health Partnership notice of entry
91	4/25/2013	Children's Health Partnership notice of withdrawal of objections
92	2012	Ibbotson Cost of Capital Yearbook 2012
93	2013	Ibbotson Cost of Capital Yearbook 2013
94	6/4/2013	Revised Proposed Plan Approval Order, Filed June 4, 2013
95	6/4/2013	Blackline of Revised Proposed Plan Approval Order, Filed June 4, 2013
96	6/4/2013	Blackline of First Amended Plan of Rehabilitation, Filed June 4, 2013
97	6/4/2013	Letter to Rehabilitation Court, Dated June 4, 2013
98	6/5/2013	Letter to the Rehabilitation Court, Dated June 5, 2013
99	6/11/2013	Plan Approval Order
100	6/11/2013	Notice of Plan Approval
101	6/4/2013	Notice of Withdrawal of Objections of Aurelius Capital Management, LP to Plan of Rehabilitation for Financial Guaranty Insurance Company Subject to Entry of Revised Plan Approval Order
102	6/4/2013	Notice of Withdrawal of Objections of CQS ABS Master Fund, Ltd., CQS Select ABS Master Fund Ltd. and CQS ABS Alpha Master Fund Ltd. to Plan of Rehabilitation for Financial Guaranty Insurance Company Subject to Entry of Revised Plan Approval Order
103	5/31/2013	Letter Withdrawing Objections of Certain Jefferson County Warrantholders to Plan of Rehabilitation
104	5/31/2013	Affirmation in Support of Rehabilitators Motion for an Order (i) approving that certain Stipulation Regarding Treatment under Plan of Rehabilitation for Financial Guaranty Insurance Company among the Rehabilitator of Financial Guaranty Insurance Company, Financial Guaranty Insurance Company, The Bank of New York Mellon, as successor trustee, The Bank of New York Mellon, as fiscal agent, and certain Jefferson County Warrantholders, dated May 31, 2013, and (ii) amending, to the extent necessary to give effect to the Stipulation, FGIC's obligations under the JeffCo Warrant Policies

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<b>Number</b>	<b>Date</b>	<b>Document</b>
105	5/31/2013	Stipulation Regarding Treatment under Plan of Rehabilitation for Financial Guaranty Insurance Company among the Rehabilitator of Financial Guaranty Insurance Company, Financial Guaranty Insurance Company, The Bank of New York Mellon, as successor trustee, The Bank of New York Mellon, as fiscal agent, and certain Jefferson County Warrantholders, dated May 31, 2013
106	6/11/2013	Signed Order to Show Cause, dated June 11, 2013, Setting the Hearing Date, and Certain Deadlines, for Approval of the Stipulation and Setting Forth the Treatment of JeffCo Control Rights
107	5/14/2013	2013 Q1 FGIC Statement (PDF)
108	N/A	March 31, 2013 FGIC Quarterly Operating Review (PDF)
109	5/10/2013	2013 1st Quarter FGIC Statutory-Basis Financial Statements (PDF)
110	6/11/2013	Interim Order, dated June 11, 2013, regarding ResCap Trustees' Compliance with Order to Show Cause Notice Provision
111	5/31/2013	Affirmation in Support of Rehabilitators Motion for an Order (i) approving that certain Stipulation Regarding Treatment under Plan of Rehabilitation for Financial Guaranty Insurance Company among the Rehabilitator of Financial Guaranty Insurance Company, Financial Guaranty Insurance Company, The Bank of New York Mellon, as successor trustee, The Bank of New York Mellon, as fiscal agent, and certain Jefferson County Warrantholders, dated May 31, 2013, and (ii) amending, to the extent necessary to give effect to the Stipulation, FGIC's obligations under the JeffCo Warrant Policies
112	5/31/2013	Stipulation Regarding Treatment under Plan of Rehabilitation for Financial Guaranty Insurance Company among the Rehabilitator of Financial Guaranty Insurance Company, Financial Guaranty Insurance Company, The Bank of New York Mellon, as successor trustee, The Bank of New York Mellon, as fiscal agent, and certain Jefferson County Warrantholders, dated May 31, 2013
113	6/11/2013	Signed Order to Show Cause, dated June 11, 2013, Setting the Hearing Date, and Certain Deadlines, for Approval of the Stipulation and Setting Forth the Treatment of JeffCo Control Rights
114	7/12/2013	Termination Agreement by and Among FGIC, The Bank of New York Mellon in various capacities, the Company and Other Parties
115	7/12/2013	Order Approving FGIC's Execution and Performance of Certain Agreements Related to the Chapter 9 Case of Jefferson County, Alabama
116	6/7/2013	NOTICE OF HEARING ON DEBTORS' MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF THE SETTLEMENT AGREEMENT AMONG THE DEBTORS, FGIC, THE FGIC TRUSTEES AND CERTAIN INSTITUTIONAL INVESTORS
117	6/14/2013	JOINDER OF FGIC TRUSTEES TO THE DEBTORS' MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF THE SETTLEMENT AGREEMENT AMONG THE DEBTORS, FGIC, THE FGIC TRUSTEES AND CERTAIN INSTITUTIONAL INVESTORS

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118	6/14/2013	JOINDER OF FGIC TRUSTEES TO THE DEBTORS' MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF THE SETTLEMENT AGREEMENT AMONG THE DEBTORS, FGIC, THE FGIC TRUSTEES AND CERTAIN INSTITUTIONAL INVESTORS
119	6/19/2013	RESERVATION OF RIGHTS WITH RESPECT TO DEBTORS' MOTION FOR AN ORDER UNDER BANKRUPTCY CODE SECTIONS 105(A) AND 363(B) AUTHORIZING THE DEBTORS TO ENTER INTO AND PERFORM UNDER A PLAN SUPPORT AGREEMENT WITH ALLY FINANCIAL INC., THE CREDITORS' COMMITTEE, AND CERTAIN CONSENTING CLAIMANTS
120	6/19/2013	JOINDER OF FEDERAL HOME LOAN MORTGAGE CORPORATION TO MONARCH ALTERNATIVE CAPITAL LP AND STONEHILL CAPITAL MANAGEMENT LLC'S RESERVATION OF RIGHTS WITH RESPECT TO DEBTORS' MOTION FOR AN ORDER UNDER BANKRUPTCY CODE SECTIONS 105(A) AND 363(B) AUTHORIZING THE DEBTORS TO ENTER INTO AND PERFORM UNDER A PLAN SUPPORT AGREEMENT WITH ALLY FINANCIAL INC., THE CREDITORS' COMMITTEE, AND CERTAIN CONSENTING CLAIMANTS
121	6/19/2013	OBJECTION OF THE AD HOC GROUP OF JUNIOR SECURED NOTEHOLDERS TO THE DEBTORS' MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF THE SETTLEMENT AGREEMENT AMONG THE DEBTORS, FGIC, THE FGIC TRUSTEES AND CERTAIN INSTITUTIONAL INVESTORS
122	6/19/2013	OMNIBUS REPLY OF CERTAIN RMBS TRUSTEES TO RESPONSES TO THE DEBTORS' MOTION FOR AN ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a) AND 363(b) AUTHORIZING THE DEBTORS TO ENTER INTO AND PERFORM UNDER A PLAN SUPPORT AGREEMENT WITH ALLY FINANCIAL INC., THE CREDITORS' COMMITTEE, AND CERTAIN CONSENTING CLAIMANTS

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Number	Date	Document
123	6/25/2013	STATEMENT OF THE STEERING COMMITTEE GROUP OF RMBS HOLDERS IN SUPPORT OF THE OMNIBUS REPLY OF CERTAIN RMBS TRUSTEES TO RESPONSES TO THE DEBTORS' MOTION FOR AN ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a) AND 363(b) AUTHORIZING THE DEBTORS TO ENTER INTO AND PERFORM UNDER A PLAN SUPPORT AGREEMENT WITH ALLY FINANCIAL INC., THE CREDITORS' COMMITTEE, AND CERTAIN CONSENTING CLAIMANTS
124	5/10/2013	S TATUTORY - B ASIS FINANCIAL S TATEMENTS AND OTHER FINANCIAL INFORMATION Financial Guaranty Insurance Company Years Ended December 31, 2012 and 2011 With Report of Independent Auditors
125	5/14/2013	2012 FGIC Statement
126	12/14/2012	S TATUTORY - B ASIS FINANCIAL S TATEMENTS Financial Guaranty Insurance Company September 30, 2012
127	7/29/2013	Objection of Monarch Alternative Capital LP, et al. In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
128	7/29/2013	FHLMC Objection to Fed. R. Bankr. P. 9019 For Approval of the Settlement Agreement Among the Debtors, FGIC, the FGIC Trustees and Certain Institutional Investors, In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
129	7/18/2013	Expert Witness Report of Charlie R. Goldstein In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 19, 2013).
130	7/29/2013	Deposition of Charlie Ronald Goldstein In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 26, 2013).
131	7/19/2013	ResCap FGIC Commutation of Claims Analysis by Scott R. Gibson, Sr. Vice President, Mountain View IPS. Prepared for Federal Home Loans Mortgage Corporation. July 19, 2013.
132	7/19/2013	Declaration of Scott R. Gibson In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 19, 2013).
133	7/19/2013	Expert Witness Report of S.P. Kothari In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 19, 2013).
134	7/26/2013	Deposition of S.P. Kothari In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 26, 2013).
135	7/25/2013	Deposition of Ron D'Vari In re Residential Capital LLC, et al No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. July 25, 2013).



**List of Documents Considered**

<b>Number</b>	<b>Date</b>	<b>Document</b>
136	7/29/2013	Affidavit of Paul V. Shalhoub in Support of Objection of Monarch Alternative Capital LP In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
137	7/29/2013	Supplemental Objection of the Ad Hoc Group of Junior Secured Noteholders to the Debtors FGIC Settlement Motion, In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
138	7/29/2013	The Ad Hoc Group of Junior Secured Noteholders Request to the Debtors for the Production of Documents, In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
139	7/29/2013	Notice of Deposition, In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
140	7/29/2013	FGIC 9019 Motion – Privilege Log, In re Residential Capital LLC, et al., No. 12-12020 (MG) (U.S. Bankr. S.D.N.Y. filed July 29, 2013).
141	3/26/2013	FGIC-ResCap-Trusts Commutation Breakout, marked as Exhibit 3 to my Deposition.